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U.S. DEPARTMENT OF COMMERCE

Patent and Trademark Office

RECORDATION FORM COVER SHEET

TRADEMARKS ONLY

Attorney Docket No.: 46411-0000, -0359,

-0360, and -0361 101914262 To the Honorable Commissioner of Patent and Trademarks: Please record the attached original documents or copy thereof. 1. Name of conveying party(ies): 2. Name and address of receiving party(ies): UDV North America, Inc. Guinness UDV North America, Inc. a Connecticut Corporation Six Landmark Square Stamford, Connecticut 2.10.01 [] Individual(s) citizenship: [] Association: 3. Nature of conveyance: [] General Partnership: 12-10-2001 [] Limited Partnership: U.S. Patent & TMOfc/TM Mail Rcpt Dt. #67 [] Merger [] Assignment [X] Corporation-State: Connec [X] Change of Name [] Security Agreement [] Other: Other: If assignee is not domiciled in the U.S.A., a domestic representative designation is attached: [] Yes; [X] No Execution Date: February 15, 2001 (Designations must be a separate document from Assignment) Effective Date: March 1, 2001 4. Application number(s) or registration number(s): A. Trademark Application No.(s): B. Trademark Registration No.(s): 76/151,960, 76/151,959 and 76/151,956 6. Total number of applications and registrations involved: 3 5. Name and address of party to whom correspondence document should be mailed: 7. Total fee (37 CFR 3.41) Ca . $1 \times 40.00 =$ Anita B. Polott, Esq. <u>2</u> x \$25.00 = \$__ Morgan, Lewis & Bockius LLP 1800 M Street, N.W. [X] Authorized to charge any additional fees to deposit account Washington, D.C. 20036 13-4520 8. Deposit account number: Telephone: 202-467-7397 Facsimile: 202-467-7176 E-Mail: apolott@morganlewis.com 12/13/2001 TDIAZ1 00000022 76151960 DO NOT USE THIS SPACE 50.00 OP Statement and signature To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document. December 10, 2001 Anita B. Polott Date Name of Person Signing Total number of pages including cover sheet, attachments and document: 2

OMB No. 0651-0011 (exp. 4/94)

FILING #0002215377 FG 01 OF 01 VOL 8-00331 FILED 02/16/2001 10:19 AM PAGE 01515 SECRETARY OF THE STATE CONNECTICUT SECRETARY OF THE STATE

CERTIFICATE AMENDING THE CERTIFICATE OF INCORPORATION OF UDV NORTH AMERICA, INC.

The undersigned officer of UDV North America, Inc. a Connecticut corporation (the "Corporation"), hereby certifies that:

- (1) The name of the Corporation is UDV North America, Inc.
- (2) The Certificate of Incorporation of the Corporation is hereby amended in accordance with the following resolution:

RESOLVED, That effective March 1, 2001, the Article First of the Certificate of Incorporation of the Company be amended to read in its entirety as follows:

"The name of the Corporation (which is hereinafter referred to as the "Company") is Guinness UDV North America, Inc.

(3) The resolution set forth above was approved by the sole shareholder of the Corporation pursuant to Section 33-698 of the Connecticut General Slatutes on February 15, 2001. No shares are required to be voted as a class. The total number of shares entitled to vote on the amendment was as follows:

Total Number of Shares Voted: 1,000

Vote Favoring Adoption: 1,000

(4) The Board of Directors further approved the amendment to the Certificate of Incorporation pursuant to Section 33-749 of the Connecticut General Statutes on February 15, 2001 by passing the following resolution:

RESOLVED. That effective March 1, 2001, the Article First of the Certificate of Incorporation of the Corporation be amended to read in its entirety as follows:

"The name of the Corporation (which is hereinafter referred to as the "Company") is Guinness UDV North America, Inc.

- (5) Pursuant to the resolutions of amendment, this Certificate of Amendment shall become effective at 12:00 a.m. on March 1, 2001.
- (6) Dated this 15th Day of February 2001.

UDV NORTH AMERICA, INC.

Mary .. Kramer Asst. Secre

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RECORDED: 12/10/2001

TRADEMARK
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